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*Attorneys for the Ad Hoc Group
of Junior Secured Noteholders*

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

In re:)	
)	Chapter 11
RESIDENTIAL CAPITAL, LLC, <u>et al.</u> ,)	
)	Case No. 12-12020 (MG)
)	
Debtors.)	(Jointly Administered)
)	

NOTICE OF APPEAL

PLEASE TAKE NOTICE that the Ad Hoc Group of Junior Secured Noteholders, by and through its undersigned attorneys, hereby appeals to the United States District Court for the Southern District of New York pursuant to 28 U.S.C. § 158(a) from this Court's Memorandum Decision and Order, and Findings of Fact and Conclusions of Law, Approving the FGIC Settlement Motion [Docket No. 5042] and the Order Granting Debtors' Motion Pursuant to Fed. R. Bankr. P. 9019 for Approval of the Settlement Agreement Among FGIC, the Debtors, the

Trustees and the Institutional Investors, dated September 20, 2013 [Docket No. 5125]. A copy of the Order and Memorandum Decision appealed from are attached hereto as Exhibit A.

The names of all parties to the Order and Memorandum Decision appealed from and the names, addresses, and telephone numbers of their respective attorneys are as follows:

Appellant:

AD HOC GROUP OF JUNIOR
SECURED NOTEHOLDERS

Attorneys to the Appellant:

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Appellees:

RESIDENTIAL CAPITAL, LLC, et al.,

Attorneys for the Appellees:

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Other Parties to the Order:

WELLS FARGO BANK, N.A., AS
TRUSTEE OF CERTAIN MORTGAGE
BACKED SECURITIES TRUSTS

THE BANK OF NEW YORK MELLON
AND THE BANK OF NEW YORK
MELLON TRUST COMPANY,
N.A., AS TRUSTEE OF CERTAIN
MORTGAGE-BACKED SECURITIES
TRUSTS

STEERING COMMITTEE OF RMBS
INVESTORS

OFFICIAL COMMITTEE OF
UNSECURED CREDITORS

FEDERAL HOME LOAN MORTGAGE
CORPORATION

STEERING COMMITTEE OF RMBS
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LP, STONEHILL CAPITAL
MANAGEMENT LLC, BAYVIEW
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ALPHA MASTER FUND LIMITED

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Dated: October 4, 2013
New York, New York

Respectfully submitted,

By: /s/ J. Christopher Shore
J. Christopher Shore

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